IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO. 212 OF 2007
CONNECTED WITH
COMPANY APPLICATION NO. 313 OF 2007

In the matter of Sections 391 and 394 of the Companies Act, 1956;
AND
In the matter of Scheme of Amalgamation between Moores Rowland Consulting Private Limited and Haribhakti MRI Corporate Services Private Limited.

Moores Rowland Consulting
Private Limited ..Petitioner

WITH

COMPANY PETITION NO. 213 OF 2007
CONNECTED WITH
COMPANY APPLICATION NO. 314 OF 2007

In the matter of Sections 391 and 394 of the Companies Act, 1956;
AND
In the matter of Scheme of Amalgamation between Moores Rowland Consulting Private Limited and Haribhakti MRI Corporate Services Private Limited.

Haribhakti MRI Corporate Services
Private Limited ..Petitioner

Mr. Hemant Sethi i/b. M/s. Hemant Sethi & Co. for the Petitioners.

Mr. P. Ramarao, Official Liquidator.

Ms. Heena Shah with Mr. G. C. Mishra, Regional

Director.

CORAM : D.B. BHOSALE, J.
DATE : 20TH JULY, 2007.

P.C.

1. Heard.

2. The sanction of the Court is sought to a Scheme of Amalgamation under Sections 391 to 394 of the Companies Act.

3. Counsel appearing on behalf of the petitioner has stated before the Court that in so far as Transferor company is concerned, all the equity share holders have granted their consent. There are no secured creditors. In so far as unsecured creditors are concerned, the Petitioner has given individual notice to all of them in pursuance of the directions issued by this Court vide Order dated 23.3.2007 while dispensing with the covening of the meeting of the unsecured creditors.

4. In so far as Transferee Company is concerned, the Court has been informed by the learned counsel that 94% shareholders have granted

their consent. In so far as remaining 6% shareholders are concerned, no one has come forward to oppose the Scheme. He further informed that the Transferee Company has given notices to all secured and unsecured creditors in pursuance of the directions issued by this Court while dispensing with the convening of the meeting of the creditors.

5. Both the Regional Director and the Official Liquidator have stated that the Scheme as proposed is not contrary to the public interest or prejudicial to the interest of the shareholders or creditors.

6. There is no objection to the Scheme and since all the requisite statutory compliances have been fulfilled, Company Petition Nos. 212 and 213 of 2007 are made absolute in terms of prayer clause (a) of the Petitions.

7. The Petitioners in both the petitions to pay costs of Rs.2,500/- each to the Regional Director and Petitioner - Transferor Company to pay cost of Rs.2,500/- to the Official Liquidator. Costs to be paid within four weeks from today.

8. Filing and issuance of Drawn Up Order is dispensed with.

9. All Authorities concerned to act on a copy of this order duly authenticated by the Registry.

(D. B. BHOSALE, J.)